

BRETT A. AXELROD, ESQ.  
Nevada Bar No. 5859  
NICHOLAS A. KOFFROTH, ESQ.  
Nevada Bar No. 16264  
ZACHARY T. WILLIAMS, ESQ.  
Nevada Bar No. 16023  
**FOX ROTHSCHILD LLP**  
1980 Festival Plaza Drive, Suite 700  
Las Vegas, Nevada 89135  
Telephone: (702) 262-6899  
Facsimile: (702) 597-5503  
Email: baxelrod@foxrothschild.com  
nkoffroth@foxrothschild.com  
zwilliams@foxrothschild.com  
*Counsel for Debtor*

**UNITED STATES BANKRUPTCY COURT**  
**DISTRICT OF NEVADA**

In re

CASH CLOUD, INC.,  
dba COIN CLOUD,

Debtor.

Case No. BK-23-10423-mkn

Chapter 11

**DECLARATION OF CHRISTOPHER A. MCALARY IN SUPPORT OF  
AMENDED MOTION FOR ORDER:  
(A) CONFIRMING AUCTION  
RESULTS; (B) APPROVING THE SALE  
OF CERTAIN OF DEBTOR'S ASSETS  
TO HELLER CAPITAL GROUP, LLC,  
AND GENESIS COIN, INC., FREE AND  
CLEAR OF LIENS CLAIMS,  
ENCUMBRANCES, AND OTHER  
INTERESTS; (C) AUTHORIZING THE  
ASSUMPTION AND ASSIGNMENT OF  
CERTAIN OF THE DEBTOR'S  
EXECUTORY CONTRACTS AND  
UNEXPIRED LEASES RELATED  
THERE TO; AND (D) GRANTING  
RELATED RELIEF**

Hearing Date: June 28, 2023  
Hearing Time: 10:30 a.m.

1 I, Christopher A. McAlary, declare as follows:

2 1. I am the former Chief Executive Officer of Cash Cloud, Inc. dba Coin Cloud (the  
3 “Debtor” or “Cash Cloud”), debtor and debtor in possession in the above captioned chapter 11 case  
4 (the “Chapter 11 Case”).

5 2. Except as otherwise indicated herein, this Declaration is based upon my personal  
6 knowledge. I am over the age of 18 and am mentally competent. If called upon to testify, I would  
7 testify competently to the facts set forth in this Declaration.

8 3. I make this Declaration in support of the Amended Motion for Order: (A) Confirming  
9 Auction Results; (B) Approving the Sale of Certain of Debtor’s Assets to Heller Capital Group, LLC,  
10 and Genesis Coin, Inc., Free and Clear of Liens Claims, Encumbrances, and other Interests; (C)  
11 Authorizing the Assumption and Assignment of Certain of the Debtor’s Executory Contracts and  
12 Unexpired Leases Related thereto; and (D) Granting Related Relief [ECF No. 730] (the “Motion”),  
13 and to respond to the baseless insinuations set forth in the Official Committee of Unsecured Creditors’  
14 Statement and Reservation of Rights in Response to the Debtor’s Sale Motion and MSA Motion [ECF  
15 No. 758].

16 4. Although I remained as CEO throughout the auction process, in order to assist the  
17 Debtor with, *inter alia*, bidder due diligence, all decisions regarding the bankruptcy proceedings and  
18 company operations related thereto both pre- and post-petition were made jointly with the  
19 independent director and based on advice provided by Debtor’s counsel and financial advisors.

20 5. I have cooperated with Debtor’s counsel, Debtor’s financial advisors and Debtor’s  
21 independent director throughout this case.

22 6. I have responded to all of the Unsecured Creditor Committee inquiries, including  
23 sitting for a 2004 examination lasting over 12 hours.

24 7. I resigned as Debtor’s CEO only after the auction process was complete, and following  
25 discussions with Debtor’s counsel, Debtor’s financial advisors and Debtor’s independent director.

26 8. One of the most valuable estate assets is its litigation against Cole-Kepron regarding  
27 delivery of defective DCM’s which was a material and significant factor in the events causing the  
28 Debtor to file this Bankruptcy Case. Cole-Kepron is the Chair of the Unsecured Creditor Committee.

147005322.1